



No. S1710393  
Vancouver Registry

IN THE SUPREME COURT OF BRITISH COLUMBIA  
IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,  
R.S.C. 1985, c. C-36, AS AMENDED

AND

IN THE MATTER OF THE *BUSINESS CORPORATIONS ACT*,  
S.B.C. 2002, c. 57, AS AMENDED

AND

IN THE MATTER OF THE *CANADA BUSINESS CORPORATIONS ACT*,  
R.S.C. 1985, C. c-44, AS AMENDED

AND

IN THE MATTER OF A PLAN OF COMPROMISE AND ARRANGEMENT OF  
ALL CANADIAN INVESTMENT CORPORATION

**ORDER MADE AFTER APPLICATION**

BEFORE THE HONOURABLE ) THE 19th DAY OF  
MR. JUSTICE WALKER ) MAY 2020.  
)

ON THE APPLICATION of the Petitioner dated May 14, 2020 coming on for hearing at Vancouver, British Columbia, on the 19<sup>th</sup> day of May 2020 and May 21, 2020, and on hearing Jeremy D. West, counsel for the Petitioner, and those other counsel listed on Schedule "A" hereto, AND UPON READING the material filed herein for the purposes of this application; AND pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985 c. C-36 as amended (the "CCAA"), the British Columbia Supreme Court Civil Rules and the inherent jurisdiction of this Honourable Court;

THIS COURT ORDERS AND DIRECTS THAT:

1. Terms and expressions not defined in this Order shall have the meanings attributed to them in the Order of this Court pronounced on November 10, 2017 (as varied from time to time, the "Initial Order").
2. The time for service of the Notice of Application dated May 14, 2020 is abridged such that the application is properly returnable on Tuesday, May 19, 2020 and

service upon any interested party other than those parties on the service list maintained by the Petitioner and the Monitor in this matter is hereby dispensed with.

### **Stay of Proceedings**

3. The stay of proceedings is hereby extended from May 22, 2020 to October 16, 2020.

### **Claims Process Order**

4. The Monitor's Claims Report contained in the Monitor's Nineteenth Report to court dated January 28, 2020 and the Report Supplemental to the Monitor's Nineteenth Report to court dated February 18, 2020 (together referred to hereinafter as the "Monitor's Claims Report") is hereby approved subject only to the final determination of the Notice of Application dated February 19, 2020 filed by Parkland Funding Limited.
5. The creditor claims submitted in accordance with the terms of the Claims Process Order made November 18, 2019, listed in **Schedule "B"** hereto and approved by the Monitor in the Monitor's Claims Report, are "Proven Claims" for the purposes of the Meeting Order made November 18, 2019 (the "Meeting Order").

### **Meeting Order**

6. Paragraph 12 of the Meeting Order is hereby amended as follows;

*12. The Petitioner is hereby authorized to convene, hold and conduct the Meeting at 10:00 a.m. (Vancouver time) on the Meeting Date at a location to be determined by the Monitor, or if the Monitor determines it appropriate by audio or video conferencing, for the purpose of considering and, if deemed advisable, passing the Resolution unless the Chair, as provided herein, decides to adjourn, postpone or otherwise reschedule the Meeting.*

7. Paragraphs 4.4 and 4.5 in the Plan of Arrangement attached as Schedule "B" to the Meeting Order is hereby amended by replacing them with the amended paragraphs at **Schedule "C"** hereto.

### **British Columbia Securities Commission**

8. The Monitor is hereby authorised to enter into settlement discussions, on behalf of the Petitioner, with respect to the Notice of Hearing issued by the British Columbia Securities Commission, Citation 2020 BCSCCOM 22. In the event that Monitor is able to negotiate a resolution which it believes is in the best interests of the stakeholders, the Monitor is hereby directed to seek approval from the Court.
9. The proceedings are adjourned for hearing at 9:00 a.m. October 1, 2020.

10. Approval of counsel as to form listed in **Schedule “A”** hereto, except counsel for the Petitioner, is hereby dispensed with.

THE FOLLOWING PARTIES APPROVE THE FORM OF THIS ORDER AND CONSENT TO EACH OF THE ORDERS, IF ANY, THAT ARE INDICATED ABOVE AS BEING BY CONSENT:



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Signature of Jeremy D. West  
Counsel for the Petitioner

**Digitally signed by  
Walker, J**

By the Court.

Digitally signed by  
Winnie Leung

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Registrar

**Schedule "A"- List of Counsel Appearing**

Jeremy D. West	Counsel for All Canadian Investment Corporation
Douglas Hyndman	Counsel for the Monitor

**Schedule "B" Proven Claims**

<b>Creditor Name</b>	<b>Amount</b>
Douglas Allan Richardson	154,333.33
James Murray Hancock	1,016,297.09
Clifford George Renfrew	77,166.67
Ajit Singh Gill & Simro Gill	154,333.33
Palatee Enterprises Limited (c/o Fred Bell)	154,333.33
Christopher G. Murray	154,333.33
Econ-o-Lith Printing Ltd.	154,333.33
George Bradley Cmolik & Norah Beatrice Wallbank	154,333.33
Harper Grey LLP	4,184.89
Robert William Lockhart	205,777.76
Mervyn & Margaret Olson	154,333.33
1083163 Alberta Ltd.	517,777.72
Joan Margaret Renfrew	77,166.67
Roy Bailey	154,333.33
Wenge Yu	154,333.33
Donald H. Buchanan	154,333.33
Grover, Elliott & Co. Ltd.	1,904.44
Koffman Kalef LLP	476.00
Koffman Kalef LLP	1,036.41
Clark Wilson LLP	14,592.71

ACIC CJ Properties Ltd.	24,000.00	
ACIC CJ Properties Ltd.	72,495.94	
ACIC Financial Development Inc. (“AFDI”)	205,000.00	With Conditions
BDO Canada LLP	4,971.50	With Conditions
BDO Canada LLP	<u>30,296.70</u>	With Conditions
Total	\$3,796,477.80	

**Schedule "C" Amendment to paragraphs 4.4 and 4.5 of the Plan**

**4.4 Releases**

As of the Plan Implementation Date, the following Persons (collectively, the "**Released Parties**"):

- (a) the Petitioner's legal counsel in the CCAA Proceedings;
- (b) the Monitor and its legal counsel in the CCAA Proceedings; and
- (c) any Person claimed to be liable derivatively through any and all of the foregoing Persons;

shall be released and discharged from any and all demands, claims, actions, causes of action, counterclaims, suits, debts, sums of money, accounts, covenants, damages, judgments, expenses, executions, liens and other recoveries on account of any liability, obligation, demand or cause of action of whatever nature which any Person may be entitled to assert including, any claims in respect of potential statutory liabilities and any alleged fiduciary or other duty, whether known or unknown, matured or unmatured, foreseen or unforeseen, existing or hereafter arising, based in whole or in part on any act or omission, transaction, duty, responsibility, indebtedness, liability, obligation, dealing or other occurrence existing or taking place on or prior to the Plan Implementation Date in any way relating to, arising out of or in connection with Claims, the business and affairs of the Petitioner, this Plan and the CCAA Proceedings to the full extent permitted by law, and all claims arising out of such actions or omissions shall be forever waived and released (other than the right to enforce the Petitioner's obligations under the Plan or any related document) provided that nothing herein:

- i. shall affect a Person from their obligations provided in the Plan;
- ii. shall affect the rights of any Person to recover indemnity from any insurance coverage under which that Person is an insured; or
- iii. shall release or discharge present or former directors of the Petitioner with respect to matters set out in section 5.1(2) of the CCAA;
- iv. shall release or discharge the Monitor from any claims in fraud, dishonesty or gross negligence;

and provided further, however, that notwithstanding the foregoing releases under the Plan, any Claim asserted against the Petitioner shall remain subject to any right of set-off that otherwise would be available to the Petitioner in the absence of such releases.

**4.5 Intentionally Deleted**